SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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I I Name and Address of Reporting Feison			2. Issuer Name and Ticker or Trading Symbol <u>BLACKBAUD INC</u> [BLKB]		tionship of Reporting Perso all applicable) Director Officer (give title	on(s) to Issuer 10% Owner Other (specify
(Last) (First) (M 2000 DANIEL ISLAND DRIVE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/06/2013		below) Pres Gen Markets Bu	below)
(Street) CHARLESTON	SC	29492	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	idual or Joint/Group Filing (Form filed by One Repor Form filed by More than Person	ting Person
(City)	(State)	(Zip)				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	08/06/2013		М		16,252	A	\$21.4	52,212	D		
Common Stock	08/06/2013		D		10,049	D	\$34.61	42,163	D		
Common Stock	08/06/2013		F ⁽¹⁾		3,037	D	\$34.61	39,126	D		
Common Stock	08/06/2013		М		2,500	A	\$12.4	41,626	D		
Common Stock	08/06/2013		D		896	D	\$34.61	40,730	D		
Common Stock	08/06/2013		F ⁽¹⁾		786	D	\$34.61	39,944	D		
Common Stock	08/06/2013		М		13,816	A	\$22.34	53,760	D		
Common Stock	08/06/2013		D		8,919	D	\$34.61	44,841	D		
Common Stock	08/06/2013		F ⁽¹⁾		2,399	D	\$34.61	42,442	D		
Common Stock	08/06/2013		М		8,370	A	\$26.79	50,812	D		
Common Stock	08/06/2013		D		6,479	D	\$34.61	44,333	D		
Common Stock	08/06/2013		F ⁽¹⁾		926	D	\$34.61	43,407	D		
Common Stock	08/06/2013		S		7,447	D	\$34.56(2)	35,960	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(c.g., puis, calis, warants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Right	\$21.4	08/06/2013		М			16,252	(3)	08/09/2015	Common Stock	16,252	\$0.00	16,253	D	
Stock Appreciation Right	\$12.4	08/06/2013		М			2,500	(4)	11/08/2015	Common Stock	2,500	\$0.00	2,500	D	
Stock Appreciation Right	\$22.34	08/06/2013		М			13,816	(5)	11/11/2016	Common Stock	13,816	\$0.00	27,633	D	
Stock Appreciation Right	\$26.79	08/06/2013		М			8,370	(6)	11/07/2017	Common Stock	8,370	\$0.00	25,112	D	
Stock Appreciation Right	\$28.06							(7)	11/09/2018	Common Stock	28,169		28,169	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed 4. 5. Number Execution Date, Transaction of if any Code (Instr. Securities (Month/Day/Year) 8) Securities Disposed of (D) (Instr. Signature			vative urities uired or oosed O) (Instr.	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Stock Appreciation Right	\$22.24							(8)	11/05/2019	Common Stock	91,481		91,481	D	

Explanation of Responses:

1. Represents shares forfeited to the issuer in connection with the satisfaction of tax liabilities incurred upon the exercise of stock appreciation rights.

2. This transaction was executed in multiple trades at prices ranging from \$34.43 to \$34.61. The price reported in Column 4 is a weighted average price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.

3. Represents a stock appreciation right which vested in four equal installments beginning on August 8, 2009, subject to continued employment, and shall be settled in stock at time of exercise.

4. Represents a stock appreciation right which vested in four equal installments beginning on November 7, 2009, subject to continued employment, and shall be settled in stock at time of exercise.

5. Represents a stock appreciation right which vests in four equal installments beginning on November 10, 2010, subject to continued employment, and shall be settled in stock at time of exercise.

6. Represents a stock appreciation right which vests in four equal annual installments beginning on November 8, 2011, subject to continued employment, and shall be settled in stock at time of exercise.

7. Represents a stock appreciation right which vests in four equal annual installments beginning on November 10, 2012, subject to continued employment, and shall be settled in stock at time of exercise. 8. For full text of this footnote 8, see Remarks.

Remarks:

(Text to footnote 8) Represents a performance stock appreciation right ("PSAR") which will vest if the Issuer has maintained a 25% increase in its stock price over \$22.24 for any 30 consecutive days prior to the expiration date of the PSAR (the "Performance Metric"), such vesting to occur in four equal annual installments beginning on November 6, 2013, if the Issuer meets the Performance Metric prior to such date. If the Issuer meets the Performance between November 6, 2014, 25% of the PSAR shall vest upon the Issuer meeting the Performance Metric and the remaining 75% shall vest in three equal annual installments beginning on November 6, 2014. If the Issuer meets the Performance Metric between November 6, 2015, 50% of the PSAR shall vest upon the Issuer meeting the Performance Metric between November 6, 2015. If the Issuer meets the Performance Metric between November 6, 2015, 50% of the PSAR shall vest upon the Issuer meeting the Performance Metric and the remaining 25% shall vest on November 6, 2016. If the Issuer meets the Performance Metric after November 6, 2016, but prior to the expiration date of the PSAR, then 100% of the PSAR shall vest upon the Issuer meeting the Performance Metric. In all cases, PSARs shall only vest subject to continued employment and shall be settled in stock at the time of exercise.

/s/ Donald R. Reynolds, Attorney-in-Fact

<u>08/08/2013</u> Date

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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